

EXHIBIT B



Shelby County, Tennessee

Proposal for Consulting Services (Healthcare Programs)

RFP No.: 08-004-75

May 15, 2008

3:00 p.m. CST

Submitted by:

The Segal Company

2018 Powers Ferry Road, Suite 850

Atlanta, GA 30339-5003

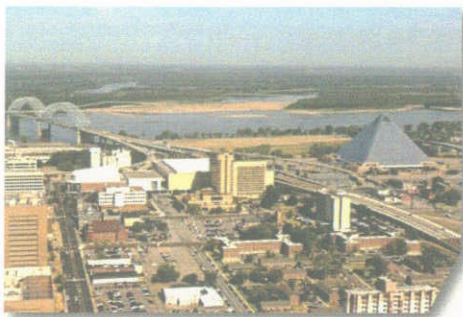
Contact:

Dan Bearden

Benefits Consultant

678-306-3100

dbearden@segalco.com



 **SEGAL**



THE SEGAL COMPANY
2018 Powers Ferry Road, Suite 850 Atlanta, GA 30339-5003
T 678.306.3100 F 678.306.3190 www.segalco.com

May 14, 2008

Celeste S. Walker, Deputy Administrator
Shelby County Government
160 N. Main, Rm. 550
Memphis, TN 38103

RE: Consulting Services – Healthcare Programs – RFP #08-004-75

Dear Ms. Walker:

Thank you for the opportunity to submit this proposal for providing health benefit consulting services to Shelby County, Tennessee (the “County”) for consulting services for the healthcare programs. Our proposal describes our qualifications to serve the County, an overview of our team’s expertise and our project fees.

Segal has made a continued and significant commitment to our public sector clients. That commitment is reflected in our organizational structure, where the Public Sector Market is one of our three primary business units. By focusing on the particular needs of public sector clients, we are able to bring specialized expertise and experience to our clients that may not be viewed as important in other consulting organizations.

Our consultants, actuaries, and analysts work with a wide array of public employers and public employee benefit programs across the country. We have extensive experience working on complex benefit structures with state governments and large municipal governments and are sensitive to both the fiscal and political environment in which benefits are delivered for your employees and retirees. During 2006 - 2007, we provided STD & LTD, Life & ADD and Dental bid services to the County.

The following highlights several distinguishing attributes of our firm:

- **Commitment to Service:** Our well-recognized position as a benefits consulting firm ensures the County of highly qualified services and a full range of consulting perspectives upon which we are able to draw for our clients. We have assembled a highly experienced team to work with the County. In addition to meeting the technical requirements of this contract, we look forward to developing an excellent rapport with the County’s benefits management staff to achieve your goals.

Benefits, Compensation and HR Consulting ATLANTA BOSTON CALGARY CHICAGO CLEVELAND DENVER HARTFORD HOUSTON LOS ANGELES
MINNEAPOLIS NEW ORLEANS NEW YORK PHILADELPHIA PHOENIX PRINCETON RALEIGH SAN FRANCISCO TORONTO WASHINGTON, DC



Multinational Group of Actuaries and Consultants BARCELONA BRUSSELS DUBLIN GENEVA HAMBURG JOHANNESBURG LONDON MELBOURNE
MEXICO CITY OSLO PARIS

- **Commitment to Quality:** We constantly measure our performance through internal quality standards to ensure we deliver services and products that meet our clients' expectations. The depth of our experience in health care pricing, design, administration, compensation, and communication enhances our dedication to quality.
- **Commitment to Dependability:** Many of the services we perform must be completed within a very tight time frame. We will work with you to establish mutually attainable work schedules and will dedicate the staff and resources necessary to meet those deadlines. The trust that is developed over time with our long-term clients is something we value and strive to reinforce.
- **Commitment to Innovation:** Technical competence is important, but we also strongly believe that our role as consultant will be to add value to the County and the state and local employees and retirees it serves. We will identify emerging issues and propose innovative solutions to assist the County in meeting its operational challenges.
- **Commitment to People:** Through collaborative consulting combined with our objectivity, Segal provides unique insights into your strategic objectives. We supply customized strategy-to-implementation solutions aligned with your goals, rather than answers simply tied to products or pre-packaged solutions. We believe this approach helps create lasting relationships built on mutual trust.

Segal would be privileged to be retained as consultant to the County. Our proposal is intended to be fully responsive to the request for proposal. We welcome the opportunity to meet with you, the County staff, and the selection committee to answer any questions or to discuss our experience and qualifications in greater detail.

Should you have any questions about the materials contained in this proposal, please do not hesitate to contact me at (678) 306-3152. We appreciate your consideration and look forward to working with you on this important assignment.

Sincerely,



Daniel R. Bearden
Benefits Consultant



THE SEGAL COMPANY
2018 Powers Ferry Road, Suite 850 Atlanta, GA 30339-5003
T 678.306.3100 F 678.306.3190 www.segalco.com

Proposal Response Sheet

Consulting Services (Healthcare Programs), RFP # 08-004-75

Name of firm: The Segal Company (Southeast), Inc.
Firm's Website: www.segalco.com

Mailing Address:

2018 Powers Ferry Road, Suite 850
Atlanta, GA 30339-5003
Phone: 678-306-3100
Fax: 678-306-3190

Remit Address:

2018 Powers Ferry Road, Suite 850
Atlanta, GA 30339-5003
Phone: 678-306-3100
Fax: 678-306-3190
Payment Terms: _____

Authorized Representative:  Print: Jeffrey L. Johnson
Signature (Person authorized to negotiate with the County on behalf of the organization/firm.)
Email address: jjohnson@segalco.com

Authorized Representative: _____ Print: _____
Signature (Person authorized to negotiate with the County on behalf of the organization/firm.)
Email address: _____

The signature(s) above indicates that certifies that:

- (i) the Proposer's signatory is an agent authorized to submit proposals on behalf of the organization/firm;
- (ii) all declarations in the proposal and attachments are true to the best of reasonable knowledge;
- (iii) all aspects of the proposal, including cost, have been determined independently, without consultation with any other prospective Proposer or competitor for the purpose of restricting competition;
- (iv) the offer made in the proposal is firm and binding for 90 days after receipt of the proposal by the County; and
- (v) all aspects of this RFP and the proposal submitted are binding for the duration if this proposal is selected and a contract awarded.

EOC #: A copy of our EOC application is attached (If you do not have a valid EOC #, please contact the EOC Office at 901-545-4336)

_____Check here if you qualify as a MBE_____, or WBE_____
(Minority or Woman owned Business Enterprise) If so, please indicate the classification below:
☐African American ☐Hispanic American ☐Asian American ☐Native American ☐Other_____

_____Check here if you qualify as an LOSB (Locally owned Small Business)

Benefits, Compensation and HR Consulting ATLANTA BOSTON CALGARY CHICAGO CLEVELAND DENVER HARTFORD HOUSTON LOS ANGELES
MINNEAPOLIS NEW ORLEANS NEW YORK PHILADELPHIA PHOENIX PRINCETON RALEIGH SAN FRANCISCO TORONTO WASHINGTON, DC



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MEXICO CITY OSLO PARIS

**SHELBY COUNTY GOVERNMENT
OFFICE OF EQUAL OPPORTUNITY COMPLIANCE
CONTRACT COMPLIANCE STATUS REPORT**

Special Sealed Bid#
(For Construction Projects Over \$250,000. 00)

Company Information

Company Name: <u>THE SEGAL COMPANY (SOUTHEAST), INC</u>			
Address: <u>2018 POWERS FERRY ROAD SUITE 850</u>			
City: <u>ATLANTA</u>	State: <u>GA</u>	Zip: <u>30339</u> +4 <u>5003</u>	
Phone (example: 5555555555) <u>678 3063100</u>			Ext:
County: <u>COBB</u>			
Select Type:	<input checked="" type="checkbox"/> Vendor	<input type="checkbox"/> Contractor	<input type="checkbox"/> Service
Select Firm Type:	<input type="checkbox"/> Independently owned & operated	<input type="checkbox"/> Affiliated	<input type="checkbox"/> Division
	<input type="checkbox"/> Minority Business Enterprise	<input checked="" type="checkbox"/> Franchise or Subsidiary	
If Other, Explain:			
Business Activity: <u>ACTUARIAL AND EMPLOYEE BENEFIT CONSULTING</u>			
Please list all subsidiaries, divisions and affiliates that will be using this EOC number. Employment figures must be included if other offices will be using same EOC Number			
•		•	
•		•	
•		•	
•		•	

Parent Company Information

Parent Company Name: <u>THE SEGAL GROUP, INC.</u>	
Parent Company Address: <u>ONE PARK AVE</u>	
Parent Company City: <u>NEW YORK</u>	Parent Company State: <u>NY</u>
Parent Company Zip: <u>10016</u>	Parent Company County: <u>NEW YORK</u>
Has this firm been previously certified by the Shelby County Office of Equal Opportunity Compliance? Yes <input type="checkbox"/> EOC No: <input checked="" type="checkbox"/>	
Has this firm ever been certified under any other name? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	
If Yes, Other Name:	

The following must be completed and submitted with this status report:

Exhibit A	Employment statistics to include the number of minority and female employees from all offices submitting bids. Federal EE0-1 Report may be submitted, however, Exhibit A must be completed. Mark an X below if statistics reflect national or more than one employment area. National <input checked="" type="checkbox"/>
Exhibit B	A statement of policies and action steps your firm will take to assure measurable yearly improvements in hiring, training, and promoting of minorities and females at all levels. <u>POLICY ATTACHED</u>
Exhibit C	Principal Owners Information - <u>WHOLLY OWNED SUBSIDIARY OF THE SEGAL GROUP, INC.</u> <u>CORPORATE CHART ATTACHED.</u>

Please return to:
Shelby County Government
Office of Equal Opportunity Compliance
160 N Main Street, Suite 969 Memphis, TN 38103

**SHELBY COUNTY GOVERNMENT
OFFICE OF EQUAL OPPORTUNITY COMPLIANCE
CONTRACT COMPLIANCE STATUS REPORT**

List the principal individual of this business entity (President, Vice President, Secretary, and Treasurer)

NAME	TITLE	SEX/RACE	PERCENTAGE OF OWNERSHIP	DATE OWNERSHIP OBTAINED
HOWARD FLUHR	CHAIR	M	0	N/A
JOSEPH A. LUCERO	PRES & CEO	M	0	N/A
RICARDO DI BARTOLO	CFO & TREASURER	M	0	N/A
MARGERY SINDER FREEMAN	SECRETARY	F	0	N/A

THE SEGAL COMPANY

POLICY AND PROCEDURES ON EQUAL EMPLOYMENT OPPORTUNITY (EEO) AND AFFIRMATIVE ACTION

The Company is an equal employment opportunity employer and has reinforced its commitment to equal employment opportunity by maintaining an Affirmative Action Plan. The President & CEO has ultimate responsibility to ensure that equal employment opportunity is a reality throughout the Company. The Chief People Officer has responsibility for directing equal employment activities and ensuring that policies and procedures are followed and equal employment opportunity objectives are met under Executive Order 11246, as amended, the Rehabilitation Act of 1973 and the Vietnam Era Veteran's Readjustment Act of 1974.

All employees are expected to share in the Company's commitment and must not discriminate against qualified applicants or employees with respect to any terms or conditions of employment based on race, color, national origin, ancestry, gender, sexual orientation, age, religion, creed, physical or mental disability, medical condition, marital status, citizenship status, military service status, or any other characteristic protected by state federal law or local ordinance. When necessary, the Company will reasonably accommodate employees and applicants with disabilities if the person is otherwise qualified to safely perform all of the essential functions of the position.

Employees and applicants will not be subjected to harassment, intimidation, threats, coercion or discrimination because they have: 1). Filed a complaint; 2). Assisted or participated in an investigation or compliance review hearing; 3). Opposed any act or practice made unlawful by any federal, state or local law requiring equal opportunity; or 4). Exercised any other right protected by federal, state or local law requiring equal opportunity.

All employees are encouraged to voice complaints, problems or suggestions regarding equal employment opportunities. Such complaints, problems or suggestions should be directed to the Human Resources Department. Failure of a manager or supervisor to cooperate in the area of affirmative action is not acceptable and will be considered detrimental to the Company. Portions of the affirmative action plans are available, during working hours, by request to the Human Resources Department.

Your support in the Company's commitment to equal employment opportunity will help ensure a positive work climate for all employees.

(updated on SegalNet 5/2/08)

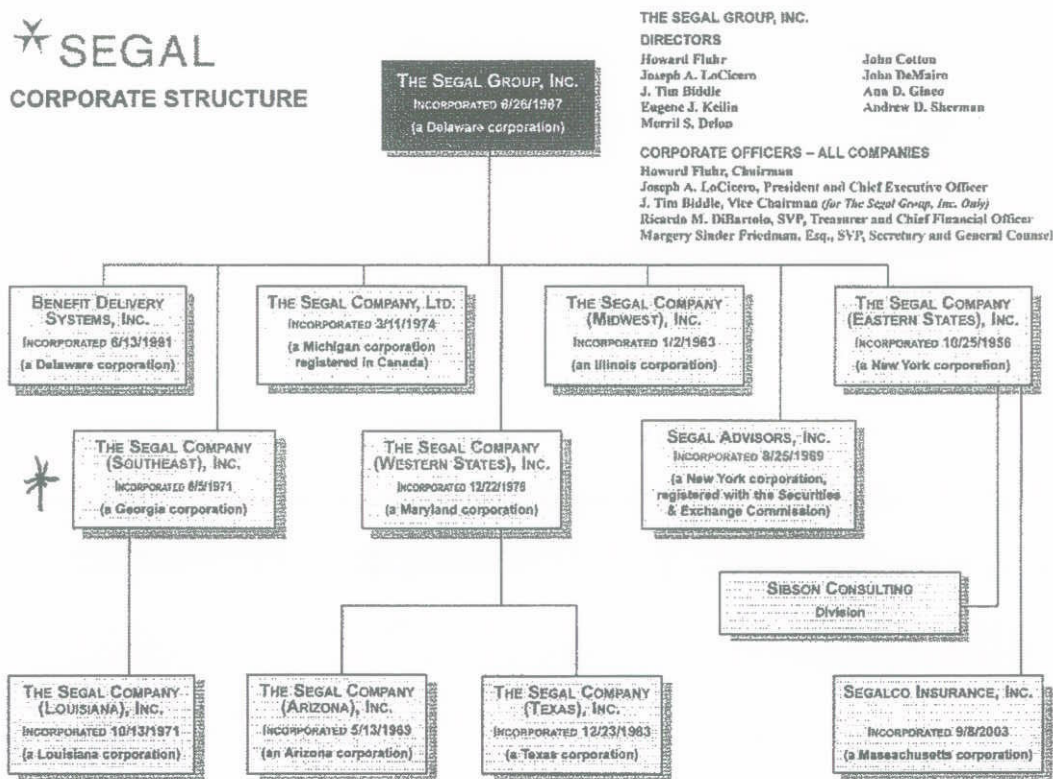
Management organization

The Segal Company, founded in 1939 by Martin E. Segal, is an independent, privately held consulting firm. It has been employee-owned by its officers since 1978. A 9-member Board of Directors sets policy and governs the organization. Implementation of policies, development of strategies and day-to-day operations are the responsibilities of the Chief Executive Officer. Segal is organized to provide services to three major markets: Public Sector, Corporate and Multiemployer.

Employee-owned company

Segal is an independent, privately held consulting and actuarial firm, owned by our employees. Operational policies are set by, and the organization is governed by, a 9-member Board of Directors, including two outside directors.

★ SEGAL CORPORATE STRUCTURE



Revised 5/6/2008

[This chart was prepared by and is updated by National Sales and Marketing. Contact Guy Lester in NY.]

**SHELBY COUNTY GOVERNMENT
OFFICE OF EQUAL OPPORTUNITY COMPLIANCE
CONTRACT COMPLIANCE STATUS REPORT**

**EXHIBIT B
STATEMENT OF POLICY ON
EQUAL EMPLOYMENT AND AFFIRMATIVE ACTION**

It has been the policy of this firm to consider each applicant for employment on the basis of his or her qualifications for the job and without regard to race, color, creed, sex, age, national origin, or physical handicap not related to job requirement.

To give all employees equal consideration with respect to compensation, benefits, and the opportunity to progress without regard to race, color, sex, age, national origin or physical handicap.

In order to reaffirm this policy, this firm subscribes to the following principles: this firm will continue and extend its efforts to recruit, hire, train, and promote individuals without regard to race, color, creed, sex, age, national origin, or handicap not job related.

All decisions on employment must be based on the principle of equal employment opportunity with reliance only on valid requirements for promotional opportunities.

All personnel actions including, but not limited to those relating to compensation, benefits, transfers, lay offs, company sponsored training, and tuition assistance programs are to be administered without regard to race, color, creed, sex, age, national origin, or physical handicap.

All employees are encouraged to use company facilities and participate in all programs sponsored by this company.

Any employee or job applicant may appeal directly to SONDRA BELLOW, V P for review of any action which he or she believes does not conform to these principles.

All members of this firm's management are familiar with this statement of policy and the philosophy behind it, and their responsibilities to apply these principles in good faith for meaningful progress in the utilization of minorities and females.

I hereby certify that the employment data contained in this status report is the correct information.

Accordingly, I further agree to meet the current minimum Affirmative Action goals submitted herewith.

In the event that there is an expansion of this firm's work force, I agree to comply with the requirements of Shelby County Government's Board of Commissioners' Resolution #17 of May 9, 1983.

Name BETTY TIPIERE Title SR. STAFFING SPECIALIST
Signature Betty Tipiere Date 5/13/08
Company Name THE SEGAL GROUP, INC.

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Shelby County Government

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